EXHIBIT A

UNITED STATES DISTRICT COURT DISTRICT OF MASSACHUSETTS

SCANSOFT, INC.

Plaintiff,

V.

Civil Action No. 04-10353 PBS

VOICE SIGNAL TECHNOLOGIES, INC.,
LAURENCE S. GILLICK, ROBERT S.
ROTH, JONATHAN P. YAMRON, and
MANFRED G. GRABHERR

Defendants.

UNDERTAKING OF M. Brad Lawrence

The undersigned, hereby acknowledges that he or she has read the Protective Order entered in connection with the case of ScanSoft, Inc. v. Voice Signal Technologies, Inc., et al., Civil Action No. 04-CV-10353 PBS, that he or she understands the provision prohibiting the disclosure or use of protected information for any purpose or in any manner not connected with the prosecution or defense in this case, and that he or she agrees to be bound by all provisions of the aforesaid Protective Order, and that he or she submits to the jurisdiction of the United States District Court for the Massachusetts for purposes of enforcement of the undertakings he or she has made herein.

Name: M. Brad Lawrence

Title: Associate